

## Magnora ASA

Q2 2025

## Highlights and subsequent events Q2 2025

- Continued solid portfolio growth
  - Project portfolio grew 65% last twelve months, 7% last quarter
  - Now reached 8.0 GW
- Magnora completed the transition, also financially, into a 100% renewable-energy company
  - Successful divestment of Hermana Holding ASA shares and strengthening of cash position
- Secured first site in Germany and signed Letter of Intention with leading European infrastructure investor
  - First site secured with high visibility of grid connection
  - High demand and expressed interest from multiple customers and potential partners
- Magnora Italy strengthened partnership and scales up for MACSE auctions
  - Over 450 MW of mid-stage development BESS projects in Italy positioned for auctions in 2026 and 2027 as well as merchant and capacity markets
  - 125% quarterly growth, up from 200 MW
- Magnora Offshore Wind received confirmation of grid connection in 2030
  - The project is developing according to schedule and holds no red flags as of Q2 2025
- Magnora South Africa initiated new sales processes, and Red Sands financial close in July
  - Ongoing process for some ca 250 MW solar and ca 250 MW wind, with optional BESS
  - Africa's largest BESS project (153 MW/612 MWh), developed by Magnora and sold to Globeleq in 2023, financial close in July



Market observations: Volatile prices and falling capex drive BESS investments in Europe, while low electricity prices trigger new business - especially in the Nordics





# Market observations: Global uncertainty drives demand for energy security in Europe







## A pure-play, asset-light, profitable renewable energy developer



# Capital distribution programme continues with dividend and buybacks in Q2

**Q2** shareholder events



### **Capital distribution policy**

Magnora allocates capital to where the company expects a return well above the cost of capital.

The capital structure is normally all equity based with substantial cash.

Considering the need for growth capital and expected future cash flows, excess capital will normally be returned to the shareholders through dividend, repayment of paid-in capital or share buybacks with subsequent cancelling of shares.

Extraordinary

dividend

**Regular dividend** 





For further details see quarterly report for Q2 2025 (magnoraasa.com)

<sup>1</sup> Comparable ROE figures from Pareto, comparable IPPs players consisting of Nordic and European peer group



# Consistent project portfolio growth of 55% annually with 500 MW added in Q2

Development portfolio





## A portfolio diversified across technologies and regions





### Total: 8,045 MW<sup>1</sup>



<sup>1</sup> MW stated is Magnora's owner share of project capacities, including sold projects where future earnout and milestone payments are expected, but not including Helios from which Magnora exited in 2024.

## **BUSINESS MODEL**





### Developing renewable projects to the Ready-to-Build phase



Criteria: Small initial investment (2-20 MNOK) and active target search in select markets **Criteria:** Minimum 5x return potential

# Magnora is early in the value chain, but has competence on also construction and operations



### Opportunities search and evaluation

- Market and regulations analyses
- Due diligence
- Risk assessments
- Commercial and exit scenario

First project investment

(normally 2-20 MNOK)



#### Project development

- Landowner agreement
- Grid connection
- Market contact & engagement
- Environmental assessment and concession
- Design and technical planning
- Co-operation with partners
- Possibly co-ownership

Exit before ready-to-build 5x



#### Construction phase

- Engineering
- Procurement
- Physical construction
- Project management
- Power contracts or spot market



#### **Operations phase**

• Power production/storage

MAGNORA ASA

- Management
- Optimisation
- Maintenance
- Further development



## «Strategy as simple rules» – our approach



Rule	Rationale	Magnora history
<b>Diversify</b>	<ul><li>Shift money and people to areas of high return</li><li>Risk mitigation</li></ul>	<ul><li>Geographical expansion</li><li>Journey from wind to solar PV and BESS</li></ul>
Insist on early sales	<ul> <li>Proof of concept/market</li> <li>Business savvy people</li> <li>Customer centric culture</li> </ul>	• Helios, Evolar, South Africa, etc.
Keep a "war chest"	Negotiate from a position of strength	Loan facilities, strong cash position
When things look perfect, consider exit	<ul><li>Business is cyclical</li><li>Aim for high growth/high return</li></ul>	• Evolar, Helios
Look for entrepreneurs with integrity	Sleep well	Huge investment in screening people, build network of advisors
Remain agile and adaptable	<ul> <li>Be able to respond quickly. Empower local teams</li> <li>Seize opportunities</li> </ul>	• Rapidly entered Italy and Germany as favourable market conditions were observed
Stay in early-stage renewables	<ul> <li>Stay capital light – free money for reinvestment and return of capital</li> <li>Exploit mega-trends</li> <li>Position Magnora for large funds</li> </ul>	<ul><li>Divest legacy</li><li>Exit Evolar prior to full industrialization</li></ul>
No expensive stuff on the balance sheet	Do not compete with cheap-capital players	• Disciplined investments and farm-downs (e.g. green ammonia)



## Developing projects to Ready-to-Build phase ("asset-light") with limited balance sheet risk





# Example of previous customers and partners - leaders in their respective markets

<u>VGLOBELEQ</u>	Globeleq	Our first customer in South Africa - is owned by the Norwegian and UK governments and is and is an ambitious and respected developer
COMMERZ REAL 🔷	Commerz Real AG	A leading European bank and infrastructure investor
Hafslund	Hafslund	Leading European utility Hafslund produces 20 TWh year in green energy
<b>°N</b> Nordic Solar	Nordic Solar	Leading European Solar Independent power producers (IPP) and Helios customer
え	Red Rocket	South Africa's most ambitious IPP – home grown and determined to succeed
First Solar.	First Solar Inc.	America's leading manufacturer of Solar PV, and the most valuable solar PV company anywhere, acquired Evolar AB from Magnora
	Vinci	A Euronext 50 company and infrastructure champion heading into renewables

# Magnora shifts financing and management attention to the segments where we get the highest return





## BUSINESS & MARKET UPDATE



## Portfolio update, sales/farm-down and outlook





Data centre development presents an interesting market opportunity – well suited to leverage Magnora's platform (core strengths, footprint and portfolio)





# Example: The Nordic data centre market is experiencing significant growth – expected to continue towards 2030





Source: SpareBank1 Markets, EDUCA State of European Data Centres 2025, Rystad Energy



## The keys to successful data centre planning align well with Magnora's expertise and capabilities

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	Battery systems	Onshore wind	Solar PV	Data centres
Power connection (grid)				
Site identification		$\bigcirc$	$\bigcirc$	
Building & environmental permits	$\bigcirc$		$\bigcirc$	$\bigcirc$
Technical management	$\bigcirc$		$\bigcirc$	$\bigcirc$
Project execution	$\bigcirc$		$\bigcirc$	$\bigcirc$
Fibre connection				
Power contracts / capacity sale	$\bigcirc$	$\bigcirc$	$\bigcirc$	

## **Business update: Experienced German team with proven** approach in a high-demand and attractive market





# Business update: South Africa with steady growth and ongoing sales processes

**Ongoing sales processes for** 

approximately 500 MW



**Portfolio growth** 

Red Sands project reached financial close



# Business update: Italy has ambitious renewable and storage goals, along with favourable regulations and strong subsidies





# Business update: Magnora Italy scaling team and portfolio for MACSE auctions



### Magnora Italy BESS strategy



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### **Hedged portfolio**

We develop projects **both in the north and south** which address **different revenue and risk profiles** – and customer groups

### Approach

We combine in-house development with co-development to have **a portfolio of mixed project maturities** providing both short-term and long-term sales pipeline

## **1**

#### **Growth** 200 MW added in O2 – 450 M

200 MW added in Q2 – 450 MW in total

### Team

We **expand the team** to accelerate development and portfolio growth

## FINANCIALS





# Condensed profit and loss Q2 2025, NOK million

- EBITDA of negative NOK 24.4m vs. NOK 41.1m in Q1 '25
  - Primarily due to lower operating revenue following one-off legacy business milestone income in Q1, and higher development expenses in the quarter
  - Other income included gain from sale of Hermana Holding ASA and income from structured funding for targeted development activities
- Operating loss of NOK 27.8m vs. profit of NOK 36.9m in Q1 '25
- No tax payable, supported by approximately NOK 3 billion in accumulated tax losses from legacy business
- Paid in capital of NOK 6.9 billion

	Q2 '25	Q1 ′25	2024
Operating revenue	2.3	49.7	2.3
Other income	6.7	12.8	358.6
Operating expense (ex. non-cash)	-14.5	-9.9	-51.7
Development and M&A expense	-19.0	-11.5	-69.9
EBITDA	-24.4	41.1	239.3
Depreciation and amortization	-0.3	-0.3	-1.1
Profit/loss from associated companies	-3.1	-4.0	43.3
Operating profit/loss	-27.8	36.9	281.5
Net financial items	5.6	1.7	-12.3
Profit/loss before tax	-22.2	38.6	269.2
Tax income/expense	0.0	0.0	-5.5
Net profit/loss	-22.2	38.6	263.7

## Cash flow Q2 2025, NOK million

#### Cashflow from:

- Operating activities: negative NOK 28.2m
  - Increased development activity across Magnora Offshore Wind, Germany, Italy and South Africa. Partially offset by structured funding received in support of targeted development initiatives
- Investment activities: NOK 35.8m
  - Primarily reflects proceeds from the sale of Hermana Holding ASA shares, partly offset by capital injections to associated companies
- Financing activities: negative NOK 13.7m
  - Mainly related to capital distribution through dividends and share buybacks
- Ending cash balance: NOK 223.4m
  - The Group's cash and available credit facilities was NOK 373.4 million as of 30 June 2025





# Consolidation of portfolio companies

- Companies with a shareholder interest of more than 50% are accounted by the consolidation method
  - The full net profit/loss is recognised
- Companies with a shareholder interest of less or equal to 50% and more than 20% are accounted by the equity method
  - The Group recognises its share of the financial results according to its ownership share
- Typically, sales convert to revenues from 0-24 months from signing based on maturity of projects and "ready-to-build" status depending on multiple factors
- Remaining companies IFRS



#### MAGNORA ASA

¢	100%	Magnora South Africa <sup>1</sup>
þ	100%	African Green Ventures <sup>2</sup>
þ	80%	Magnora Offshore Wind
¢	100%	Magnora Italy Holding
♦	100%	Magnora Germany Holding

### CONSOLIDATION METHOD

50%	Magnora in the UK	EQUITY METHOD
48%	Kustvind AB	METHOD
40%	Hafslund Magnora Sol	
30%	Hermana Holding ASA (divested)	

## Key persons have high economical exposure to company performance



### **Board and management exposure**

Person		Shares	Options
Torstein Sanness	Chairman of the Board	669,442	328,000
John Hamilton	Board member	33,837	40,000
Hilde Ådland	Board member	39,011	10,000
Erik Sneve	CEO	1,183,871	525,000
Bård Olsen	CFO	115,978	50,000
Stein Bjørnstad	COO	21,496	50,000

### **Ownership structure as of 30 June 2025**

Shareholder	No. of shares	% of total
KING KONG INVEST AS	2,807,195	4.3%
GINNY INVEST AS	2,469,144	3.8%
ALDEN AS	1,963,200	3.0%
F1 FUNDS AS	1,926,870	2.9%
MAGNORA ASA	1,915,030	2.9%
DNB BANK ASA	1,851,341	2.8%
F2 FUNDS AS	1,780,000	2.7%
PHILIP HOLDING AS	1,648,377	2.5%
JPMorgan Chase Bank	1,434,737	2.2%
ALTEA AS	1,154,944	1.8%
TRAPESA AS	1,066,590	1.6%
J.P. Morgan SE	1,039,139	1.6%
NORDNET LIVSFORSIKRING AS	1,010,735	1.5%
HELGØ FORVALTNING	1,002,902	1.5%
AARSKOG	1,000,000	1.5%
CARE HOLDING AS	1,000,000	1.5%
MP PENSJON PK	934,732	1.4%
Fender Eiendom AS	926,711	1.4%
METAL MONKEY AS	853,950	1.3%
VPF FIRST OPPORTUNITIES	850,000	1.3%
TIGERSTADEN AS	850,000	1.3%
Total	29,485,597	44.8%

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## OUTLOOK





# Outlook: Sales and acceleration in growing markets combined with continued capital discipline

### 2025

Advancement of
commercial efforts

- Farm down and sales expected in all markets
- Earnouts, revenue sharing and milestone payments from divested companies and option sales and projects
- Continued strong interest for partnerships, co-investments or whole platform
- New business development
  - New countries
  - Co-location with data centres

### Portfolio growth

- On track for 10 GW by 2025
- Accelerating development efforts in growing markets
- Sustainable and recurring project development for years ahead

## Continued capital distribution

- Quarterly dividend (cash return) of regular **NOK 0.187** per share
- Financial position and expected cash flow allows for more active buybacks

## Cost and capital discipline

• The Group manages and controls cost and capital on a continuous basis

## 2025 guiding



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• As previously, outliers are excluded<sup>2</sup>

<sup>1</sup> Most sales occur pre "ready-to-build" with significant advance payments and subsequent payments subject to milestones. We recognize revenue when these milestones are met <sup>2</sup> Solar PV and BESS in South Africa (SA) may trade below our guiding, but SA wind assets are in the high range. Due to costs and project size, developer margins are guite satisfactory in all asset classes. Certain assets in certain markets are also likely to trade above our guiding.

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